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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-12
GENERAL CORPORATE ADVICE
519.2 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 07/31/07
Bill Number: 1168053

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	06/03/07	0.40	BEGIN TO PREPARE FOR JUNE 5TH BOARD OF DIRECTORS TELECONFERENCE MEETING (0.4).
BUTLER, JR. J	06/04/07	0.70	CONTINUE TO PREPARE FOR JUNE 5TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING TELECONFERENCES WITH R. O'NEAL (0.7).
BUTLER, JR. J	06/05/07	2.60	PREPARE FOR (0.3) AND PARTICIPATE IN (1.9) BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY; PARTICIPATE IN POST-MEETING WITH MANAGEMENT TEAM AT COMPANY (S. MILLER, R. O'NEAL, ET. AL.) (0.4).
BUTLER, JR. J	06/08/07	0.90	DRAFT UPDATE FOR BOARD OF DIRECTORS (0.7); EMAIL TO/FROM R. O'NEAL RE: SAME (0.2).
BUTLER, JR. J	06/10/07	0.40	CONTINUE TO PREPARE FOR JUNE 12TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING REVIEW OF PRESENTATION MATERIALS (0.4).
BUTLER, JR. J	06/11/07	0.70	CONTINUE TO PREPARE FOR JUNE 12TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (0.7).
BUTLER, JR. J	06/12/07	2.60	PREPARE FOR (0.4) AND PARTICIPATE IN (1.9) BOARD OF DIRECTORS TELECONFERENCE MEETING IN NEW YORK CITY; EMAILS FROM/TO D. SHERBIN, C. PICCININ, AND J. SHEEHAN RE: HIGHLAND MEDIA STATEMENT MATTERS (0.3).
BUTLER, JR. J	06/13/07	0.40	REVIEW AND COMMENTS ON STEERING COMMUNICATIONS PLAN (0.2); EMAILS FROM/TO B. REMENAR, D. SHERBIN, S. CORCORAN AND D. RESNICK RE: SAME (0.2).
BUTLER, JR. J	06/16/07	0.20	REVIEW HOLDING STATEMENT AND EMAILS FROM/TO S. CORCORAN AND L. WILLIAMS RE SAME (0.2).
BUTLER, JR. J	06/22/07	0.60	REVIEW AND COMMENT ON COMMUNICATIONS PROGRAM RE UAW-DELPHI-GM MOU INCLUDING NUMEROUS EMAILS TO/FROM S. CORCORAN, M. LOEB, B. SAX, L. WILLIAMS (0.6).
BUTLER, JR. J	06/24/07	0.30	REVIEW ASSET REMARKETING STATEMENT AND EMAILS FROM/TO D. SHERBIN AND S. CORCORAN RE SAME (0.3).

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BUTLER, JR. J	06/25/07	1.40	REVIEW AND CONSIDER EMAILS AND MATERIALS FROM C. NAYLOR AND M. WEBER RE COMPENSATION COMMITTEE MATTERS (0.4); CONTINUE TO WORK ON DIVESTITURE REMARKETING COMMUNICATIONS MATERIALS (0.3); CONTINUE TO WORK ON UAW COMMUNICATIONS MATERIALS (0.3); MULTIPLE EMAILS FROM/TO D. SHERBIN AND B. SAX RE SAME (0.4).
BUTLER, JR. J	06/27/07	0.40	PREPARE FOR JUNE 28TH BOARD OF DIRECTORS TELECONFERENCE MEETING INCLUDING REVIEW OF PRESENTATION MATERIALS (0.4).
BUTLER, JR. J	06/28/07	1.90	PREPARE FOR (0.4) AND PARTICIPATE IN (1.5) BOARD OF DIRECTORS TELECONFERENCE MEETING.
BUTLER, JR. J	06/29/07	0.60	REVIEW AND COMMENT ON REVISED HOLDING STATEMENT (0.3); EMAILS FROM/TO K. BUTLER, B. SAX AND L. WILLIAMS RE SAME (0.3).

14.10

COCHRAN EL	06/01/07	1.50	CALLS ON POTENTIAL 8-K RE: CATALYST WITH M. LOEB (0.6); REVIEW ISSUES RE: 8-K (0.9).
COCHRAN EL	06/04/07	0.60	PREPARE FOR BOARD MEETING (0.6).
COCHRAN EL	06/05/07	2.20	PARTICIPATE IN BOARD MEETING (2.2).
COCHRAN EL	06/12/07	2.20	PARTICIPATE IN BOARD MEETING (2.2).
COCHRAN EL	06/20/07	3.10	REVIEW SEC DISCLOSURE ISSUES (3.1).
COCHRAN EL	06/21/07	1.20	REVIEW DISCLOSURE ISSUES (1.2).
COCHRAN EL	06/22/07	3.40	REVIEW SEC DISCLOSURE ISSUES (3.4).
COCHRAN EL	06/24/07	0.80	REVIEW PROXY (0.8).
COCHRAN EL	06/27/07	3.80	PREPARE MATERIALS FROM BOARD MEETING (3.8).
COCHRAN EL	06/28/07	1.70	PARTICIPATE IN BOARD CALL (1.7).

20.50

Total Partner

34.60

GANITSKY DI	06/01/07	1.50	REVIEW PEGASUS COMMUNICATION MATERIAL (0.7); MATTERS RE: 8-K PENSION FUNDING (0.8).
GANITSKY DI	06/04/07	1.70	LEGAL RESEARCH RE: 8-K MATTERS (1.7).
GANITSKY DI	06/11/07	0.70	REVIEW MATTERS RE: DEBT PUSHDOWN (0.7).
GANITSKY DI	06/20/07	1.20	MATTERS RE: POSSIBLE 8-K FILING INCLUDING PRECEDENT REVIEW AND LEGAL RESEARCH (1.2).
GANITSKY DI	06/21/07	0.80	RESEARCH RE: SECURITIES LAW DISCLOSURE MATTERS (0.8).
GANITSKY DI	06/22/07	0.30	LEGAL RESEARCH RE: 8-K MATTER (0.3).

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GANITSKY DI	06/27/07	0.80	WORK ON RESOLUTIONS AND POSSIBLE NOTICES FOR BOARD MEETING (0.8).
GANITSKY DI	06/28/07	0.60	MATTERS RE: 10Q REVIEW (0.3); RESEARCH RE: COMPANY'S ORGANIZATIONAL DOCUMENTS (0.3).
		7.60	
HALPER A	06/01/07	1.90	ORGANIZE DISCLOSURE MATERIALS (1.3); REVIEW AND DISCUSS ISSUES WITH M. LOEB AND E. COCHRAN RE: 8-K AND OTHER DISCLOSURE OBLIGATIONS (0.6).
HALPER A	06/04/07	0.80	DISCUSS FORM 8-K WITH A. KULIKOWSKY (0.8).
HALPER A	06/20/07	5.60	RESEARCH AND REVIEW ISSUES RELATING TO POSSIBLE 8-K FILING (5.6).
HALPER A	06/21/07	3.10	REVIEW ISSUES RELATED TO 8-K FILING (3.1).
HALPER A	06/28/07	1.30	REVIEW CERTIFICATE OF INCORPORATION RE: BOARD MEETING (0.4); PREPARE MARK-UP OF, DISCUSS ISSUES WITH AND PREPARE 10-Q DISTRIBUTION (0.9).
		12.70	
Total Associate		20.30	
ZSOLDOS AF	06/11/07	2.00	COORDINATE PRODUCTION AND DELIVERY OF MATERIALS TO J. OPIE FOR BOARD MEETING (2.0).
		2.00	
Total Legal Assistant		2.00	
TOTAL TIME		<u>56.90</u>	

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Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 07/31/07
Bill Number: 1168053

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	06/01/07	Copy Center, D	0.40
In-house Reproduction	06/08/07	Copy Center, D	19.56
In-house Reproduction	06/15/07	Copy Center, D	45.04
TOTAL IN-HOUSE REPRODUCTION			\$65.00
Telephone Expense-ECRS only	06/29/07	Telecommunications, D	4.88
Telephone Expense-ECRS only	06/29/07	Telecommunications, D	11.41
Telephone Expense-ECRS only	06/29/07	Telecommunications, D	1.88
Telephone Expense-ECRS only	06/29/07	Telecommunications, D	0.54
Telephone Expense-ECRS only	06/29/07	Telecommunications, D	0.24
Telephone Expense-ECRS only	06/29/07	Telecommunications, D	0.01
Telephone Expense-ECRS only	06/29/07	Telecommunications, D	0.03
Telephone Expense-ECRS only	06/29/07	Telecommunications, D	0.01
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$19.00
Vendor Hosted Teleconferencing	06/16/07	Teleconferencing Services, LLC	0.36
Vendor Hosted Teleconferencing	06/27/07	Teleconferencing Services, LLC	15.86
Vendor Hosted Teleconferencing	06/29/07	Teleconferencing Services, LLC	20.78
TOTAL VENDOR HOSTED TELECONFERENCING			\$37.00
Air/Rail Travel (external)	06/04/07	Butler, Jr. J	180.00
TOTAL AIR/RAIL TRAVEL (EXTERNAL)			\$180.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Out-of-Town Travel	06/04/07	Butler, Jr. J	222.81
Out-of-Town Travel	06/04/07	Butler, Jr. J	12.98
Out-of-Town Travel	06/04/07	Butler, Jr. J	72.26
Out-of-Town Travel	06/04/07	Butler, Jr. J	31.95
TOTAL OUT-OF-TOWN TRAVEL			\$340.00
Messengers/ Courier	06/18/07	Dist Serv/Mail/Page, D	76.71
Messengers/ Courier	06/18/07	Dist Serv/Mail/Page, D	23.29
TOTAL MESSENGERS/ COURIER			\$100.00
Out-of-Town Meals	06/04/07	Butler, Jr. J	19.00
TOTAL OUT-OF-TOWN MEALS			\$19.00
CLR/Disclosure	06/01/07	Global Securities	300.54
CLR/Disclosure	06/01/07	Global Securities	0.91
CLR/Disclosure	06/01/07	Global Securities	1.82
CLR/Disclosure	06/01/07	Global Securities	2.73
TOTAL CLR/DISCLOSURE			\$306.00
TOTAL MATTER			\$1,066.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 08/31/07
Bill Number: 1178615

NAME	DATE	HOURS	DESCRIPTION
BERLIN K	07/23/07	0.80	REVIEW OF 10-Q (0.8).
BERLIN K	07/25/07	0.70	REVIEW OF 10-Q (0.7).
		1.50	
BUTLER, JR. J	07/06/07	8.10	DRAFT PRESS RELEASE (0.8); EMAILS TO/FROM DELPHI WORKING GROUP RE: PRESS RELEASE (0.3); EMAILS FROM/TO AND TELECONFERENCES WITH R. O'NEAL, M. WEBER, J. SHEEHAN, K. BUTLER, S. CORCORAN AND C. PINICCIN RE: SAME (1.1); PREPARE FOR (INCLUDING PREPARATION AND REVISION OF PRESENTATION MATERIALS) (3.8) AND PARTICIPATE IN (1.0) BOARD OF DIRECTORS TELECONFERENCE; NUMEROUS EMAILS AND TELECONFERENCES WITH R. O'NEAL, J. SHEEHAN, D. RESNICK, B. SHAW AND S. CORCORAN RE: BOARD MATTERS (0.8); TELECONFERENCE WITH D. BARTNER RE: BOARD MATTERS (0.3).
BUTLER, JR. J	07/07/07	2.20	REVIEW AND COMMENT ON REVISED PRESS RELEASE (0.2); EMAILS TO/FROM WORKING GROUP RE: PRESS RELEASE (0.2); PREPARE FOR (0.2) AND PARTICIPATE IN (0.9) DIRECTORS' INFORMATION CALL WITH R. O'NEAL, J. SHEEHAN, D. FARR AND M. WELCH; PREPARE FOR (0.2) AND PARTICIPATE IN (0.5) BOARD OF DIRECTORS TELECONFERENCE.
BUTLER, JR. J	07/09/07	0.80	EMAILS FROM/TO D. SHERBIN AND J. SHEEHAN RE: BOARD OF DIRECTORS' MATTERS (0.3); EMAILS FROM/TO S. CORCORAN RE: BOARD APPROVAL OF DASE TRANSACTION (0.1); REVIEW AND COMMENT ON 8-K MATTERS INCLUDING EMAILS FROM/TO J. SHEEHAN, B. DELLINGER, T. TIMKO, D. SHERBIN, J. SHEEHAN, A. KULIKOWSKY AND S. CORCORAN (0.4).
BUTLER, JR. J	07/10/07	0.30	REVIEW COMPENSATION COMMITTEE MATERIALS INCLUDING EMAILS FROM/TO C. NAYLOR (0.3).
BUTLER, JR. J	07/12/07	0.20	EMAILS FROM/TO J. SHEEHAN RE: DRAFT UPDATE TO BOARD OF DIRECTORS (0.2).
BUTLER, JR. J	07/13/07	0.80	CONTINUE TO PREPARE FOR JULY 16TH BOARD OF DIRECTORS MEETING AT COMPANY IN TROY INCLUDING REVIEW AND REVISIONS OF PRESENTATION MATERIALS (0.8).

BUTLER, JR. J	07/14/07	1.90	CONTINUE TO PREPARE FOR JULY 16TH BOARD OF DIRECTORS MEETING AT COMPANY IN TROY INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (0.8); PREPARE FOR (0.3) AND PARTICIPATE IN (0.8) WORKING GROUP SESSION RE BOARD PREPARATION.
BUTLER, JR. J	07/15/07	0.60	CONTINUE TO PREPARE FOR JULY 16TH BOARD OF DIRECTORS MEETING AT COMPANY IN TROY INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (0.6).
BUTLER, JR. J	07/16/07	7.20	PREPARE FOR (INCLUDING LATE NIGHT MANAGEMENT TELECONFERENCE AND PRE-BOARD MEETING SENIOR MANAGEMENT MEETING AT COMPANY) (0.5, 0.7) AND PARTICIPATE IN (6.0) BOARD OF DIRECTORS MEETING AT COMPANY IN TROY.
BUTLER, JR. J	07/17/07	2.40	PREPARE FOR (0.4) AND PARTICIPATE IN (1.6) BOARD OF DIRECTORS TELECONFERENCE MEETING IN NEW YORK CITY; BEGIN TO PREPARE FOR JULY 18TH SPECIAL COMMITTEE MEETING (0.2); REVIEW AND COMMENT ON DRAFT PRESS RELEASE (0.2).
BUTLER, JR. J	07/18/07	3.70	PREPARE FOR (0.4) AND PARTICIPATE IN (0.5) BOARD OF DIRECTORS SPECIAL COMMITTEE TELECONFERENCE MEETING IN NEW YORK CITY; DRAFT, REVIEW AND FINALIZE EPCA PRESS RELEASE AND RELATED COMMUNICATIONS MATTERS (2.8).
BUTLER, JR. J	07/24/07	0.40	EMAILS TO/FROM R. O'NEAL AND M. LOEB RE AUGUST AND SEPTEMBER 2007 BOARD OF DIRECTORS SCHEDULES (0.2); EMAILS TO/FROM D. SHERBIN RE DOA MATTERS (0.2).
BUTLER, JR. J	07/29/07	0.30	EMAILS TO/FROM M. WEBER AND D. SHERBIN RE: UPCOMING COMPENSATION COMMITTEE MEETINGS AND RELATED MATTERS (0.3).
BUTLER, JR. J	07/31/07	0.40	REVIEW AUGUST 2ND COMPENSATION COMMITTEE MATERIALS (0.4).
		29.30	
COCHRAN EL	07/06/07	4.50	PREPARE FOR BOARD MEETING (2.8); PARTICIPATE ON BOARD CALL (1.7).
COCHRAN EL	07/07/07	0.70	PARTICIPATE IN DELPHI BOARD MEETING (0.7).
COCHRAN EL	07/09/07	0.50	REVIEW 8-K RE: EPCA TERMINATION (0.5).
COCHRAN EL	07/13/07	1.60	PREPARE FOR BOARD MEETING ON 7/16 BY PREPARING SUMMARIES OF APPALOOSA AND HIGHLAND EPCAS (1.6).
COCHRAN EL	07/16/07	7.20	PARTICIPATE IN BOARD MEETING (5.7); PREPARE FOR BOARD MEETING (1.5).
COCHRAN EL	07/17/07	1.60	PARTICIPATE IN BOARD MEETING (1.6).
COCHRAN EL	07/18/07	0.60	PARTICIPATE IN BOARD MEETING (0.6).

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COCHRAN EL	07/24/07	2.50	REVIEW AND COMMENT ON BOARD MINUTES (2.5) .
COCHRAN EL	07/25/07	3.10	REVIEW BOARD AND COMMITTEE MINUTES (2.5); REVIEW 10-Q (0.6) .
		22.30	
MARAFIOTI KA	07/11/07	4.30	REVIEW AND REVISE 10Q (4.3) .
MARAFIOTI KA	07/16/07	0.20	REVIEW 10Q COMMENTS (0.2) .
MARAFIOTI KA	07/17/07	0.50	REVIEW 8K RE: CADIZ (0.5) .
MARAFIOTI KA	07/19/07	0.20	REVIEW 8K RE: MOU (0.2) .
MARAFIOTI KA	07/25/07	2.00	REVIEW AND REVISE 10Q (2.0) .
MARAFIOTI KA	07/29/07	1.10	REVIEW AND REVISE 10Q (1.1) .
MARAFIOTI KA	07/30/07	2.40	REVIEW AND REVISE 10Q (2.4) .
		10.70	
MEISLER RE	07/10/07	0.50	REVIEW REGULATORY FILINGS (0.5) .
MEISLER RE	07/11/07	0.60	REVIEW AND COMMENT ON PRESENTATION RE: DASE TRANSACTION (0.6) .
MEISLER RE	07/12/07	1.50	REVISE BOARD PRESENTATION (1.2); TELECONFERENCE WITH D. SHERBIN RE: BOARD PRESENTATION (0.3) .
MEISLER RE	07/15/07	1.00	REVIEW AND COMMENT ON DRAFT FORM 8K RE: DASE (1.0) .
MEISLER RE	07/17/07	1.10	CONTINUE TO REVIEW REVISED 8K (0.3); TELECONFERENCE WITH AMY KULKIKOWSKI RE: SAME (0.3); FURTHER REVIEW OF SAME (0.2); REVIEW REVISED FORM 8K (0.3) .
		4.70	
Total Partner		68.50	
MACDONALD N	07/10/07	2.30	REVIEW DRAFT OF 10-Q AND PROVIDE COMMENTARY RE: SAME (2.3) .
MACDONALD N	07/12/07	0.40	REVIEW DRAFT OF 10-Q; PROVIDE COMMENTARY RE: SAME (0.4) .
		2.70	
MATZ TJ	07/09/07	0.90	REVIEW DRAFT 10-Q MATTERS (0.9) .
MATZ TJ	07/11/07	2.00	REVIEW AND COMMENT ON DRAFT 10-Q (1.6); FURTHER REVISIONS TO DRAFT 10-Q (0.4) .
MATZ TJ	07/12/07	0.80	CONTINUE TO REVIEW AND COMMENT ON DRAFT 10-Q (0.8) .
MATZ TJ	07/23/07	0.40	CONTINUE TO REVIEW OF 10-Q (0.4) .
MATZ TJ	07/25/07	1.70	REVIEW AND COMMENT REVISIONS TO DRAFT 10-Q (1.7) .
MATZ TJ	07/27/07	0.50	REVIEW DRAFT 10-Q MATTERS (0.5) .

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MATZ TJ	07/30/07	0.60	CONTINUE TO REVIEW AND COMMENT RE: DRAFT 10-Q (0.6).
		6.90	
Total Counsel		9.60	
GANITSKY DI	07/02/07	0.80	REVIEW 10-Q (0.8).
GANITSKY DI	07/06/07	5.20	WORK ON BOARD PRESENTATION (0.8); COMMENT ON BOARD PRESENTATION (0.6); BOARD INFORMATIONAL MEETING PRESENTATION (3.8).
GANITSKY DI	07/07/07	2.20	BOARD CALL AND IMPLEMENTATION OF TERMINATION INCLUDING OVERSEE OF NOTICE DELIVERY AND RELATED CORRESPONDENCE (2.2).
GANITSKY DI	07/08/07	1.30	WORK ON 8-K INCLUDING REVIEW OF PRECEDENTS AND DRAFTING OF LANGUAGE (1.3).
GANITSKY DI	07/09/07	2.40	WORK ON 8-K AND CORRESPONDENCE (1.8); RESEARCH RE: DELEWARE CORPORATE LAW MATTERS (0.6).
GANITSKY DI	07/12/07	2.70	WORK ON BOARD MATERIAL FOR BOARD MEETING (2.7).
GANITSKY DI	07/13/07	3.10	REVIEW AND COMMENT ON ROTHCHILD PRESENTATION (0.8); WORK ON BOARD SUMMARIES OF EPCAS (2.3).
GANITSKY DI	07/16/07	4.80	REVIEW 8-K RE: CADIZ, PREVIOUS FILING AND RULES (0.5); PARTICIPATE IN BRIEFINGS WITH R. O'NEAL PRIOR TO BOARD MEETING AND PORTIONS OF BOARD MEETING (1.6); REVIEW AND COMMENT ON ROTHCHILD PRESENTATION AND CALLS WITH S. BRIN AND W. WANG RE: SAME (2.7).
GANITSKY DI	07/18/07	3.60	REVIEW AND COMMENT ON PRESS RELEASE (0.4); DRAFT RESOLUTIONS RE: CREATION OF TRANSACTIONS COMMITTEE AND REVISE SAME BASED ON COMMENTS (1.8); DRAFT 8-K LANGUAGE RE: EPCA AND CALLS WITH M. LOEB AND A. KULOKOWSKI RE: 8-K MATTERS AS WELL AS FINAL REVIEW OF CADIZ 8-K (1.4).
GANITSKY DI	07/19/07	1.10	MATTERS RE: 8-K RE: EPCA AND UAW MOU INCLUDING CALLS WITH A. KULOKOWSKI, REVIEW OF DISCLOSURE, COORDINATION OF SKADDEN COMMENTS ON UAW MOU (1.1).
GANITSKY DI	07/20/07	0.40	REVIEW OF 8-KS AND CALLS WITH A. KULOKOWSKI RE: SAME (0.4).
GANITSKY DI	07/23/07	2.30	WORK ON REVISING RESOLUTIONS RE: COMMITTEE APPROVAL AND RELATED MATTERS (1.2); RESEARCH RE: DELAWARE LAW ISSUES (0.7); 10-Q MATTERS (0.4).
GANITSKY DI	07/29/07	0.70	REVIEW 10-Q AND COMMENT ON SAME (0.7).
GANITSKY DI	07/31/07	0.90	WORK ON 10-Q COMMENTS (0.9).

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31.50

HALPER A	07/06/07	0.80	PREPARE ITEM 1.02 TERMINATION 8-K AND RESEARCH RELATED ISSUES (0.8) .
HALPER A	07/09/07	2.70	REVIEW 1.02 TERMINATION FORM 8-KS AND CREATE FORM 8-K (1.3); WRITE 1114 SETTLEMENT APPROVAL RESOLUTIONS (1.4) .
HALPER A	07/13/07	6.60	COORDINATE ISSUES RELATING TO FORM 10-Q AND SEND DOCUMENT TO DELPHI (0.4); PREPARE VARIUS RESOLUTIONS (1.1); REVIEW VARIOUS SUMMARIES OF DOCUMENTS TO PROVIDE TO BOARD OF DIRECTORS (5.1) .
HALPER A	07/14/07	1.20	PREPARE BOARD RESOLUTIONS AND AMENDMENT TO RIGHTS PLAN (1.2) .
HALPER A	07/16/07	6.20	REVIEW AND REVISE APPALOOSA AND HIGHLAND BOARD SUMMARIES (4.1); REVIEW ISSUES RELATING TO VARIOUS FORM 8-KS REQUIRED TO BE FILED (2.1) .
HALPER A	07/17/07	1.50	REVISE BOARD RESOLUTIONS AND RIGHTS PLAN AMENDMENT (0.8) REVIEW CADIZ 8-K AND ISSUES (0.7) , .
HALPER A	07/18/07	1.20	CREATE FORM 8-K FOR EPCA (0.6) , REVIEW CADIZ 8-K (0.3); REVIEW UAW MOU 8-K (0.3) .
HALPER A	07/25/07	1.40	DISCUSS ISSUES RELATING TO FORM 10-Q AND REVIEW FORM 10-Q (1.4) .
HALPER A	07/27/07	3.40	ORGANIZE 10-Q REVIEW AND CIRCLE DRAFT PROCESS AND SPEAK WITH A. KULIKOWSKI (1.3); REVIEW RIGHTS PLAN AMENDMENT (0.4); ORGANIZE 10-Q REVIEW AND CIRCLE DRAFT PROCESS AND SPEAK WITH A. KULIKOWSKI (1.3); REVIEW RIGHTS PLAN AMENDMENT (0.4) .
HALPER A	07/30/07	4.10	REVIEW 10-Q, INCLUDING DRAFTING REVISED EPCA LANGUAGE, SPEAK WITH A. GOETZ, CIRCLE DRAFT, AND BANKRUPTCY DISCLOSURE (4.1) .
HALPER A	07/31/07	1.90	REVIEW FORM 10-Q AND PROVIDE REVISED COMMENTS (1.6); COORDINATE ON RIGHTS PLAN AMMENDMENT WITH M. LOEB (0.3) .

31.00

HARDIN AS	07/01/07	1.80	INITIAL REVIEW OF PERIODIC REGULATORY FILING (1.1); WORKING GROUP EMAIL EXCHANGE RE: SAME (0.7) .
HARDIN AS	07/02/07	1.50	REVIEW DRAFT PERIODIC REGULATORY FILING AND DRAFT EMAILS TO WORKING GROUP MEMBERS RE: COMMENTS TO SAME (1.5) .
HARDIN AS	07/10/07	0.90	REVIEW EMAILS FROM WORKING GROUP MEMBERS RE: DRAFT PERIODIC FILING (0.3); WORKING GROUP EMAIL EXCHANGE RE: QUESTIONS CONCERNING SAME (0.3); REVIEW DRAFT BOAD RESOLUTIONS (0.3) .

HARDIN AS	07/11/07	3.50	REVIEW AND REVISE DRAFT REGULATORY FILING (3.5) .
HARDIN AS	07/12/07	1.00	REVISE AND DISTRIBUTE REGULATORY FILING TO WORKING GROUP (0.7) ; EMAIL EXCHANGE WITH J. PAPELIAN RE: SAME (0.3) .
HARDIN AS	07/23/07	3.20	REVIEW AND REVISE PERIODIC REGULATORY FILING AND WORKING GROUP EMAIL EXCHANGE RE: SAME (3.2) .
HARDIN AS	07/25/07	4.00	REVISE PERIODIC REGULATORY FILING (4.0) .
HARDIN AS	07/30/07	1.10	REVISE PERIODIC REGULATORY FILING (1.1) .
HARDIN AS	07/31/07	0.40	CONTINUE TO REVISE PERIODIC REGULATORY FILING (0.4) .
		17.40	
HERRIOTT AV	07/09/07	3.30	DRAFT RESOLUTIONS RELATED TO DASE FOR CONSIDERATION BY BOARD OF DIRECTORS (3.3) .
HERRIOTT AV	07/10/07	2.40	CONTINUE DRAFTING, REVIEWING AND REVISING BOARD RESOLUTIONS RE: DASE FUNDING MOTION (2.4) .
HERRIOTT AV	07/17/07	0.40	REVIEW AND REVISE 8-K RELATED TO DASE (0.4) .
HERRIOTT AV	07/18/07	0.20	REVIEW AND REVISE DASE 8K (0.2) .
HERRIOTT AV	07/24/07	0.40	REVIEW AND REVISE 10Q RELATING TO DASE (0.4) .
		6.70	
JJINGO MJ	07/03/07	1.40	BEGIN TO REVIEW DRAFT 10-Q; REVIEW DEBT DOCUMENTS WITH REGARD TO THE SAME (1.4) .
JJINGO MJ	07/05/07	1.30	CONTINUE TO REVIEW DRAFT FORM 10-Q (1.3) .
JJINGO MJ	07/06/07	1.90	REVIEW INITIAL DRAFT OF FORM 10-Q (1.9) .
JJINGO MJ	07/09/07	0.30	COMMENTS TO 10-Q; CORRESPOND RE: THE SAME (0.3) .
JJINGO MJ	07/10/07	0.40	DRAFT 10-Q (0.4) .
JJINGO MJ	07/13/07	1.10	REVIEW COMPOSITE DRAFT 10-Q (1.1) .
JJINGO MJ	07/23/07	1.80	REVIEW FURTHER REVISED TURN OF 10-Q (1.8) .
JJINGO MJ	07/24/07	0.90	REVIEW REVISED 10-Q (0.9) .
JJINGO MJ	07/27/07	0.90	REVISED 10-Q AND CIRCLE DRAFT; BEGIN TO REVIEW THE SAME (0.9) .
JJINGO MJ	07/30/07	1.90	REVIEW REVISED 10-Q; REVIEW CIRCLE DRAFT OF 10-Q AND VARIOUS LOAN DOCUMENTS IN CONNECTION WITH DISCLOSURES IN THE SAME (1.9) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

11.90

KALOUDIS D	07/02/07	0.20	ATTENTION TO 10Q DRAFT (.2).
KALOUDIS D	07/10/07	1.90	REVIEW AND REVISE DELPHI 10Q (1.9).
KALOUDIS D	07/11/07	1.30	FURTHER REVISE DELPHI 10-Q (0.7); RESPOND TO INQUIRIES RE: SAME (0.6).

3.40

KETCHENS JP	07/16/07	1.00	REVIEW AND REVISE 8-K RE: DASE SEPARATION PLAN (1.0).
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~~1.00~~

KOHUT RD	07/09/07	2.80	LABOR RELATED REVISIONS TO FORM 10-Q (2.8).
KOHUT RD	07/11/07	0.80	REVIEW AND REVISIONS TO LABOR SECTION OF 10-Q (0.8).
KOHUT RD	07/19/07	1.60	COMMENTS TO 8-K (1.6).
KOHUT RD	07/20/07	1.60	COMMENTS TO 8-K (1.6).
KOHUT RD	07/24/07	1.40	REVIEW AND COMMENT TO 10-Q (1.4).
KOHUT RD	07/25/07	0.30	REVIEW AND COMMENT TO 10-Q (0.3).
KOHUT RD	07/29/07	1.20	REVIEW AND COMMENT ON 10-Q LABOR PROVISIONS (1.2).

9.70

OGUNSANYA GO	07/03/07	3.40	RESEARCH AND DRAFTING OF RESOLUTIONS (3.4).
OGUNSANYA GO	07/08/07	2.00	DRAFTING OF FIDUCIARY DUTIES PRESENTATION (2.0).
OGUNSANYA GO	07/25/07	3.40	RESEARCH RE: DIVESTITURE AND INSIDER TRADING (3.4).

8.80

STUART NL	07/24/07	1.10	REVIEW 10K (1.1).
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~~1.10~~

SUBER KM	07/02/07	0.10	REVIEW CORRESPONDENCE FROM DELPHI TEAM MEMBERS IN CONNECTION WITH THE SOLICITATION OF 10-Q COMMENTS (0.1).
SUBER KM	07/03/07	0.10	DRAFT CORRESPONDENCE IN CONNECTION WITH SOLICITING COMMENTS FOR THE 10-Q (0.1).
SUBER KM	07/05/07	0.60	REVIEW 10-Q (0.6).
SUBER KM	07/09/07	0.20	SENT CORRESPONDENCE TO DELPHI TEAM MEMBERS TO AMALGAMATE COMMENTS ON THE 10-Q (0.2).
SUBER KM	07/10/07	2.50	REVIEW PRELIMINARY COMMENTS TO THE 10-Q; RESPONDED TO EMAILS IN CONNECTION WITH THE 10-Q COMMENTS; BEGAN THE CONSOLIDATED MARK-UP OF THE 10-Q (2.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SUBER KM	07/11/07	6.60	REVIEW AND REVISED DRAFT 10-Q (6.6).
SUBER KM	07/12/07	2.70	MADE ADDITIONAL REVISIONS TO THE DRAFT 2Q 10-Q BASED ON COMMENTS FROM THE DELPHI TEAM MEMBERS; CIRCULATED THE FINALIZED DRAFT AMONG DELPHI TEAM MEMBERS (2.7).
SUBER KM	07/24/07	2.00	CREATE THE MASTER MARK-UP FOR THE CURRENT ROUND (DRAFT 6) OF COMMENTING ON THE 10-Q (2.0).
SUBER KM	07/25/07	5.80	AMALGAMATE COMMENTS TO THE 10-Q, AND DISTRIBUTED A MARK-UP OF THE 10-Q TO THE DELPHI TEAM MEMBERS (5.8).
SUBER KM	07/30/07	3.60	INCORPORATE COMMENTS INTO A MARK-UP OF THE 10-Q; REVIEW THE 10-Q FOR OTHER MODIFICATIONS (3.6).
SUBER KM	07/31/07	1.00	REVIEW THE MOST CURRENT DRAFT OF THE 10-Q (1.0).

25.20

Total Associate 147.70

CHAVALI A	07/27/07	0.90	DISTRIBUTE PLEADINGS (0.5); DISTRIBUTE SEC FILINGS (0.4).
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~~0.90~~

Total Legal Assistant ~~0.90~~

TOTAL TIME 226.70

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 08/31/07
Bill Number: 1178615

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	07/16/07	Cochran EL	1,078.11
Air/Rail Travel - vendor feed	07/16/07	Cochran EL	-4.30
Air/Rail Travel - vendor feed	07/16/07	Cochran EL	-1,028.81
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$45.00
In-house Reproduction	07/03/07	Copy Center, D	0.30
In-house Reproduction	07/03/07	Copy Center, D	0.40
In-house Reproduction	07/06/07	Copy Center, D	210.85
In-house Reproduction	07/10/07	Copy Center, D	7.80
In-house Reproduction	07/10/07	Copy Center, D	46.61
In-house Reproduction	07/13/07	Copy Center, D	0.10
In-house Reproduction	07/17/07	Copy Center, D	1.40
In-house Reproduction	07/20/07	Copy Center, D	37.61
In-house Reproduction	07/27/07	Copy Center, D	117.93
In-house Reproduction	07/31/07	Copy Center, D	3.00
TOTAL IN-HOUSE REPRODUCTION			\$426.00
Telephone Expense-ECRS only	07/30/07	Telecommunications, D	4.54
Telephone Expense-ECRS only	07/30/07	Telecommunications, D	4.10
Telephone Expense-ECRS only	07/30/07	Telecommunications, D	0.80
Telephone Expense-ECRS only	07/30/07	Telecommunications, D	0.07
Telephone Expense-ECRS only	07/30/07	Telecommunications, D	0.39
Telephone Expense-ECRS only	07/30/07	Telecommunications, D	0.06
Telephone Expense-ECRS only	07/30/07	Telecommunications, D	0.01
Telephone Expense-ECRS only	07/30/07	Telecommunications, D	0.03
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$10.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Lexis/Nexis	07/19/07	Halper A	165.86
Lexis/Nexis	07/23/07	Halper A	1,031.14
TOTAL LEXIS/NEXIS			\$1,197.00
Vendor Hosted Teleconferencing	07/02/07	Teleconferencing Services, LLC	15.16
Vendor Hosted Teleconferencing	07/05/07	Teleconferencing Services, LLC	8.51
Vendor Hosted Teleconferencing	07/08/07	Teleconferencing Services, LLC	51.01
Vendor Hosted Teleconferencing	07/11/07	Teleconferencing Services, LLC	9.91
Vendor Hosted Teleconferencing	07/13/07	Teleconferencing Services, LLC	3.71
Vendor Hosted Teleconferencing	07/16/07	Teleconferencing Services, LLC	10.42
Vendor Hosted Teleconferencing	07/19/07	Teleconferencing Services, LLC	11.86
Vendor Hosted Teleconferencing	07/19/07	Teleconferencing Services, LLC	10.42
TOTAL VENDOR HOSTED TELECONFERENCING			\$121.00
Air/Rail Travel (external)	07/15/07	Butler, Jr. J	239.00
TOTAL AIR/RAIL TRAVEL (EXTERNAL)			\$239.00
Out-of-Town Travel	07/15/07	Butler, Jr. J	146.78
Out-of-Town Travel	07/15/07	Butler, Jr. J	216.21
Out-of-Town Travel	07/15/07	Butler, Jr. J	13.01
TOTAL OUT-OF-TOWN TRAVEL			\$376.00
Messengers/ Courier	07/06/07	Dist Serv/Mail/Page, D	23.53
Messengers/ Courier	07/25/07	Dist Serv/Mail/Page, D	24.47
TOTAL MESSENGERS/ COURIER			\$48.00
Out-of-Town Meals	07/15/07	Butler, Jr. J	21.00
TOTAL OUT-OF-TOWN MEALS			\$21.00
Outside Research/Internet Services	07/10/07	Pacer Service Center	0.16

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Outside Re- search/Internet Services	07/10/07	Pacer Service Center	30.11
Outside Re- search/Internet Services	07/10/07	Pacer Service Center	5.73
TOTAL OUTSIDE RESEARCH/INTERNET SERVICES			\$36.00
Print Images to Paper (from Electronic Media)	07/09/07	Copy Center, D	9.00
TOTAL PRINT IMAGES TO PAPER (FROM ELECTRONIC MEDIA)			\$9.00
CLR/Disclosure	07/01/07	Global Securities	116.47
CLR/Disclosure	07/01/07	Global Securities	397.05
CLR/Disclosure	07/01/07	Global Securities	1.88
CLR/Disclosure	07/01/07	Global Securities	2.76
CLR/Disclosure	07/01/07	Global Securities	0.92
CLR/Disclosure	07/01/07	Global Securities	0.92
TOTAL CLR/DISCLOSURE			\$520.00
TOTAL MATTER			\$3,048.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 09/30/07
Bill Number: 1181367

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	08/01/07	0.50	REVIEW AUGUST 2ND COMPENSATION COMMITTEE MATERIALS (0.3); EMAILS TO/FROM M. WEBER AND D. SHERBIN RE: FOLLOW-UP COMPENSATION COMMITTEE MEETING ON AUGUST 7TH (0.2).
BUTLER, JR. J	08/02/07	0.30	EMAILS TO/FROM M. WEBER AND D. SHERBIN AND TELECONFERENCE WITH D. SHERBIN RE: FOLLOW-UP ON AUGUST 2ND COMPENSATION COMMITTEE TELECONFERENCE AND ADDITIONAL AUGUST 10TH MEETING (0.3).
BUTLER, JR. J	08/03/07	1.00	REVIEW AND REVISE 10Q DISCLOSURE (0.4); EMAILS FROM/TO D. SHERBIN AND TELECONFERENCE WITH D. SHERBIN RE: SAME (0.2); BEGIN TO PREPARE FOR AUGUST 10TH COMPENSATION COMMITTEE INCLUDING REVIEW OF MATERIALS FROM D. SHERBIN AND M. WEBER (0.3); TELECONFERENCE WITH D. SHERBIN RE: SAME (0.1).
BUTLER, JR. J	08/04/07	0.20	REVIEW REVISED PRESS RELEASE AND 10Q DISCLOSURE (0.2).
BUTLER, JR. J	08/06/07	2.20	PREPARE FOR AUGUST 7TH BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY INCLUDING REVIEW AND COMMENT ON PRESENTATION MATERIALS (1.8); PREPARE FOR AND ATTEND MEETING WITH M. WEBER AND D. SHERBIN AT COMPANY IN TROY TO PREPARE FOR AUGUST 10TH COMPENSATION COMMITTEE MEETING (0.4).
BUTLER, JR. J	08/07/07	2.80	PREPARE FOR (0.4) AND PARTICIPATE IN (2.0) BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY; FOLLOW-UP WITH R. O'NEAL ET AL AT COMPANY RE: SAME (0.4).
BUTLER, JR. J	08/09/07	0.40	CONTINUE TO PREPARE FOR AUGUST 10TH COMPENSATION COMMITTEE MEETING INCLUDING REVIEW OF MEETING MATERIALS (0.4).
BUTLER, JR. J	08/10/07	2.10	PREPARE FOR (INCLUDING TELECONFERENCE WITH N. BUBNOVICH) (0.7) AND PARTICIPATE IN (1.4) COMPENSATION COMMITTEE MEETING.
BUTLER, JR. J	08/14/07	0.70	REVIEW MATERIALS (INCLUDING REVISED PLAN INVESTOR REPORT) AND PREPARE FOR AUGUST 15TH COMPENSATION COMMITTEE MEETING (0.6); EMAILS FROM/TO M. LOEB RE: SEPTEMBER 10TH BOARD OF DIRECTORS MEETING AGENDA AND PREPARATION TIMETABLE (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	08/15/07	2.20	PREPARE FOR (0.3) AND PARTICIPATE IN (1.9) COMPENSATION COMMITTEE MEETING.
BUTLER, JR. J	08/17/07	1.60	PREPARE FOR (0.3) AND PARTICIPATE IN (0.9) COMPENSATION COMMITTEE MEETING; REVIEW REVISED COMPENSATION COMMITTEE MATERIALS (0.4).
BUTLER, JR. J	08/18/07	0.70	REVIEW AND FOLLOW-UP ON EMAILS FROM C. NAYLOR RE: COMPENSATION COMMITTEE MATERIALS (0.4); REVIEW REVISED WATSON WYATT REPORT (0.3).
BUTLER, JR. J	08/19/07	0.70	REVIEW AND FOLLOW-UP ON EMAILS FROM C. NAYLOR, R. MICHOVICH, J. ENGLAR AND D. SHERBIN RE: COMPENSATION COMMITTEE MATERIALS (0.4); REVIEW FURTHER REVISED WATSON WYATT REPORT (0.3).
BUTLER, JR. J	08/21/07	0.40	REVIEW DRAFT COMMUNICATIONS PLAN FROM K. HEALY AND D. BODKIN (0.4).
BUTLER, JR. J	08/23/07	0.90	CONTINUE TO PREPARE FOR SEPTEMBER 6TH BOARD OF DIRECTORS MEETING INCLUDING WORK ON PRESENTATION MATERIALS AT COMPANY IN TROY (0.6); BEGIN TO PREPARE FOR AUGUST 27TH COMPENSATION COMMITTEE MEETING IN TROY INCLUDING REVIEW OF EMAILS FROM C. NAYLOR AND M. WEBER AND VARIOUS COMPENSATION COMMITTEE MATERIALS (0.3).
BUTLER, JR. J	08/25/07	0.40	PREPARE FOR AUGUST 27TH COMPENSATION COMMITTEE TELECONFERENCE AT COMPANY IN TROY (0.2); EMAILS FROM/TO D. SHERBIN, M. LOEB AND A. MENGASON RE: REQUISITE CORPORATE APPROVALS FOR USW SETTLEMENT (0.2).
BUTLER, JR. J	08/27/07	1.40	PREPARE FOR (0.2) AND PARTICIPATE IN (0.9) COMPENSATION COMMITTEE TELECONFERENCE AT COMPANY IN TROY; CONTINUE TO PREPARE FOR SEPTEMBER 6TH BOARD OF DIRECTORS MEETING INCLUDING WORK ON PRESENTATION MATERIALS AT COMPANY IN TROY (0.3).
BUTLER, JR. J	08/30/07	1.40	CONTINUE TO PREPARE FOR SEPTEMBER 6TH BOARD OF DIRECTORS MEETING INCLUDING TELECONFERENCE WITH J. SHEEHAN AND S. CORCORAN (AND WORKING GROUP) TO REVIEW PRESENTATION MATERIALS AND NEXT STEPS (0.6); REVIEW SEPTEMBER 6TH COMMUNICATIONS MATERIALS PACKAGE (0.6); EMAILS FROM/TO C. PINICIN RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	08/31/07	1.90	CONTINUE TO PREPARE FOR SEPTEMBER 6TH BOARD OF DIRECTORS MEETING INCLUDING WORK ON PRESENTATION MATERIALS AND DRAFT OF TRANSMITTAL AND PRESENTATION MATERIALS SUMMARY MEMORANDUM TO BOARD (1.4); EMAILS FROM/TO D. SHERBIN AND M. LOEB RE: SAME (0.2); REVIEW AND REVISE PRESS RELEASE (0.3).
		21.80	
COCHRAN EL	08/07/07	2.10	PARTICIPATE IN BOARD MEETING (2.1).
		2.10	
MARAFIOTI KA	08/04/07	1.90	REVIEW AND REVISE 10Q (1.9).
MARAFIOTI KA	08/05/07	1.30	CONTINUE TO WORK ON 10Q (1.2) AND RELATED CORRESPONDENCE (0.1).
MARAFIOTI KA	08/06/07	0.80	FINALIZE REVISIONS TO 10Q (0.2); CORRESPONDENCE RE: SAME (0.3), AND CONSIDER ISSUES RE: CLAIMS DISCLOSURE IN SAME (0.3).
MARAFIOTI KA	08/22/07	1.40	REVIEW AND REVISE AMENDED BY-LAWS FOR REORGANIZED COMPANY (1.4).
		5.40	
Total Partner		29.30	
DANIELS SJ	08/14/07	5.30	REVIEW OF CHARTER AND BY-LAWS (5.3).
DANIELS SJ	08/15/07	4.90	COMPLETE REVIEW OF CHARTER AND BY-LAWS; (4.9).
DANIELS SJ	08/17/07	1.30	REVIEW OF REVISED CHARTER AND BY-LAWS; TELECONFERENCE RE: SAME (1.3).
		11.50	
GASAWAY M	08/02/07	0.50	REVIEW 8-K/10-Q RULES AS THEY RELATE TO S-3 ELIGIBILITY, AND FILING 8-K INFORMATION ON A 10-Q (0.5).
GASAWAY M	08/06/07	2.50	PREPARE 10-Q BACKUP ISSUES LIST/PROVIDE COMMENTS (2.5).
		3.00	
Total Counsel		14.50	
ARKUSS B	08/14/07	5.30	DRAFT/REVISE 8K (5.3).
ARKUSS B	08/15/07	7.20	DRAFT/REVISE 8K (7.2).
ARKUSS B	08/24/07	4.90	REVIEWING 8K (4.9).
		17.40	
GANITSKY DI	08/01/07	0.40	REVIEW DISCLOSURE IN 10-Q AND RELATED DISCUSSIONS (0.4).
GANITSKY DI	08/03/07	1.50	MATTERS RE: 10-Q (0.7); WORK ON 8-K MATTERS (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GANITSKY DI	08/04/07	1.10	REVIEW 10-Q (1.1).
GANITSKY DI	08/05/07	0.80	REVIEW OF 10-Q (0.8).
GANITSKY DI	08/06/07	4.20	REVIEW AND COMMENT ON 10-Q AS WELL AS CALLS WITH A. KULOWOSKI (1.7); RESEARCH RE: 8-KS RE: LABOR MOUS AND RELATED MATTERS (1.2); WORK ON BOARD PRESENTATION RE: EPCA (1.3).
GANITSKY DI	08/07/07	0.40	MATTERS RE: 10-Q (0.4).
GANITSKY DI	08/13/07	0.30	MATTERS RE: UPCOMING LABOR 8-KS (0.3).
GANITSKY DI	08/20/07	0.70	WORK ON 8-KS FOR LABOR MOUS INCLUDING REVIEW AND CALLS WITH CLIENT (0.7).
GANITSKY DI	08/21/07	0.30	REVIEW 8-K (0.3).
GANITSKY DI	08/25/07	0.40	REVIEW 8-K (0.4).
GANITSKY DI	08/29/07	0.40	MATTERS RE: 8-K (0.4).

10.50

HALPER A	08/01/07	0.80	REVIEW FORM 10-Q AND DISCUSS RELATED ISSUES (0.8).
HALPER A	08/02/07	0.70	REVIEW ISSUES RELATING TO SPLINTER MOUS AND FORM 8-K FILINGS (0.7).
HALPER A	08/03/07	1.50	REVIEW FORM 10-Q INCLUDING DISTRIBUTING DOCUMENTS, DISCUSSING CIRCLE-UP PROCESS ETC (1.5).
HALPER A	08/04/07	4.20	REVIEW FORM 10-Q INCLUDING REVISING DOCUMENT, ENGAGING IN CIRCLE DRAFT PROCESS AND MARKING DOCUMENT (3.6); CREATE 8-K OUTLINE (0.6).
HALPER A	08/06/07	2.50	REVIEW AND DISCUSS ISSUES RELATING TO FORM 10-Q (2.5).
HALPER A	08/07/07	0.90	DISCUSS FORM 8-K AND 10-Q (0.9).
HALPER A	08/14/07	6.80	DISCUSS MOU 8-KS, AND REVIEW DRAFT FORM 8-K (6.1), REVIEW COMMENTS TO COI - BYLAWS (INCLUDING M. LOEB), REVIEW PRIOR FORM 8-KS FOR PRECEDENT (0.7).
HALPER A	08/15/07	0.90	REVIEW AND REVISE LABOR MOU FORM 8-K (0.9).

18.30

HARDIN AS	08/01/07	0.70	WORKING GROUP EMAIL EXCHANGE RE: REVISIONS TO PERIODIC REGULATORY FILING (0.5); TELECONFERENCE WITH A. KULIKOWSKI RE: SAME (0.2).
HARDIN AS	08/02/07	0.20	REVIEW EMAILS FROM A. KULIKOWSKI RE: SAME (0.2).
HARDIN AS	08/06/07	0.30	EMAIL EXCHANGE RE: REVISIONS TO PERIODIC REGULATORY FILING (0.3).

1.20

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KOHUT RD	08/04/07	1.60	REVIEW OF DELPHI 10-Q (1.6).
KOHUT RD	08/07/07	1.20	REVIEW OF 10-Q FILINGS (1.2).
		2.80	
OGUNSANYA GO	08/04/07	11.20	RESEARCH AND DRAFTING OF CHARTER AND BYLAWS (11.2).
OGUNSANYA GO	08/05/07	6.80	RESEARCH RE: CHARTER AND BYLAWS (6.8).
OGUNSANYA GO	08/06/07	6.00	RESEARCH RE: AND RE-DRAFTING OF NEW CHARTER AND BYLAWS (6.0).

24.00

PLATT SJ	08/02/07	0.80	REVIEW AND SUMMARIZE RECENT SEC FILINGS RELATED TO DELPHI (0.8).
PLATT SJ	08/08/07	0.80	REVIEW AND SUMMARIZE RECENT SEC FILINGS (0.8).
PLATT SJ	08/09/07	0.20	REVIEW AND SUMMARIZE RECENT SEC FILING (0.2).
		1.80	

SUBER KM	08/01/07	3.20	REVIEW THE DELPHI DRAFT 10-Q (1.0); AMALGAMATE, REVIEW AND INCORPORATE COMMENTS TO 10-Q (2.0).
SUBER KM	08/04/07	1.60	REVIEW THE COMMENTS TO THE 10-Q SUBMITTED BY DELPHI TEAM MEMBERS (1.6).
SUBER KM	08/05/07	4.70	REVIEW COMMENTS ON THE 10-Q FROM DELPHI TEAM MEMBERS (1.6); REVISE THE 10-Q (1.4); DISTRIBUTE THE REVISED 10-Q TO OTHER DELPHI TEAM MEMBERS (0.3); CONTINUE TO REVISE THE "INTERCOMPANY AGREEMENT" MEMORANDUM BASED ON THE REVIEW OF ADDITIONAL PRECEDENT (1.4).
SUBER KM	08/06/07	3.00	INCORPORATE ADDITIONAL COMMENTS INTO THE SASM&F MARK-UP OF THE 10-Q (1.2); FOLLOW-UP WITH OTHER DELPHI TEAM MEMBERS RE: THE 10-Q (1.3); DISTRIBUTE THE 10-Q, WHICH INCLUDES SASM&F COMMENTS TO DRAFT 19 (0.3); RESPOND TO EMAIL CORRESPONDENCE RE: QUESTIONS IN CONNECTION WITH 10-Q COMMENTS (0.2).

12.50

Total Associate 88.50

TOTAL TIME 132.30

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 09/30/07
Bill Number: 1181367

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	08/03/07	Copy Center, D	28.91
In-house Reproduction	08/17/07	Copy Center, D	88.31
In-house Reproduction	08/24/07	Copy Center, D	0.49
In-house Reproduction	08/28/07	Copy Center, D	4.19
In-house Reproduction	08/31/07	Copy Center, D	0.10
		TOTAL IN-HOUSE REPRODUCTION	\$122.00
Postage	08/22/07	Office Admin, D	29.00
		TOTAL POSTAGE	\$29.00
Reproduction - color	08/10/07	Copy Center, D	102.00
		TOTAL REPRODUCTION - COLOR	\$102.00
Vendor Hosted Teleconferencing	08/07/07	Teleconferencing Services, LLC	4.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$4.00
Messengers/ Courier	08/07/07	OSMIO	56.90
Messengers/ Courier	08/09/07	Dist Serv/Mail/Page, D	27.05
Messengers/ Courier	08/09/07	Dist Serv/Mail/Page, D	11.44
Messengers/ Courier	08/29/07	Dist Serv/Mail/Page, D	11.10
Messengers/ Courier	08/31/07	Dist Serv/Mail/Page, D	23.51
		TOTAL MESSENGERS/ COURIER	\$130.00
CLR/Disclosure	08/01/07	Global Securities	249.00
		TOTAL CLR/DISCLOSURE	\$249.00
		TOTAL MATTER	\$636.00

Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 10/31/07
Bill Number: 1182831

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	09/02/07	1.20	CONTINUE TO PREPARE FOR SEPTEMBER 5TH BOARD OF DIRECTORS MEETING INCLUDING REVIEW OF PRESENTATION MATERIALS AND OUTLINE NOTES FOR SPECIFIC PRESENTATIONS (0.8); BEGIN TO REVIEW ROUND 3 COMMUNICATIONS MATERIALS (0.4).
BUTLER, JR. J	09/03/07	1.30	REVIEW AND COMMENT ON ROUND 3 COMMUNICATIONS MATERIALS (0.6); CONTINUE TO PREPARE FOR SEPTEMBER 5TH BOARD OF DIRECTORS MEETING INCLUDING REVIEW OF PRESENTATION MATERIALS (0.7).
BUTLER, JR. J	09/04/07	1.50	CONTINUE TO PREPARE FOR SEPTEMBER 5TH BOARD OF DIRECTORS MEETING INCLUDING MEETING AT COMPANY WITH R. O'NEAL AND J. SHEEHAN (0.8); REVIEW AND COMMENT ON FINAL COMMUNICATIONS PACKAGE (0.7).
BUTLER, JR. J	09/05/07	8.10	PREPARE FOR (0.5) AND ATTEND (6.4) BOARD OF DIRECTORS MEETING AT COMPANY IN TROY; CONTINUE TO WORK ON DRAFT COMMUNICATIONS PROGRAM RE: GM/DS/POR ROLLOUT INCLUDING MEETING AT COMPANY WITH COMMUNICATIONS TEAM AND RELATED MATTERS (1.2).
BUTLER, JR. J	09/06/07	4.90	PREPARE FOR (0.2) AND ATTEND (0.4) SPECIAL COMMITTEE MEETING OF BOARD OF DIRECTORS AT COMPANY IN TROY; ATTEND SENIOR LEADERSHIP MEETING RE: COMMUNICATIONS PROGRAM WITH S. MILLER, R. O'NEAL, K. HEALY AND OTHERS (0.5); FINALIZE COMMUNICATIONS PROGRAM AND PARTICIPATE IN ROLL OUT OF COMMUNICATIONS PROGRAM AT COMPANY RE: FILED DISCLOSURE STATEMENT AND JOINT PLAN OF REORGANIZATION (3.8).
BUTLER, JR. J	09/07/07	1.80	BEGIN TO PREPARE FOR SEPTEMBER 10TH BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY INCLUDING REVIEW AND REVISION OF PRESENTATION MATERIALS (1.8).
BUTLER, JR. J	09/08/07	0.40	CONTINUE TO PREPARE FOR SEPTEMBER 10TH BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY INCLUDING EMAIL FROM B. SAX RE: DRAFT LABOR MATERIALS (0.4).
BUTLER, JR. J	09/09/07	0.40	CONTINUE TO PREPARE FOR SEPTEMBER 10TH BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY AT TROY (0.4).

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BUTLER, JR. J	09/10/07	1.50	PREPARE FOR (0.2) AND ATTEND (1.3) BOARD OF DIRECTORS TELECONFERENCE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	09/21/07	0.30	REVIEW AND REVISE UPDATE NOTE TO BOARD OF DIRECTORS (0.3).
BUTLER, JR. J	09/27/07	1.10	SEVERAL TELECONFERENCES AND EMAILS FROM/TO M. LOEB RE: DISCLOSURE MATTERS (0.3); PREPARE FOR (0.2) AND PARTICIPATE IN (0.6) TELECONFERENCE WITH J. SHEEHAN, D. SHERBIN, M. LOEB AND WORKING GROUP RE: DISCLOSURE MATTERS.
BUTLER, JR. J	09/30/07	0.30	EMAILS FROM/TO J. SHEEHAN ET. AL. RE: PROPOSED UPDATE TO BOARD OF DIRECTORS (0.2); REVISE SAME (0.1).

22.80

COCHRAN EL	09/05/07	7.20	PARTICIPATE IN BOARD MEETING CONFERENCE CALL (7.2).
COCHRAN EL	09/06/07	0.70	PARTICIPATE IN SPECIAL BOARD COMMITTEE CALL (0.7).
COCHRAN EL	09/10/07	3.60	PARTICIPATE IN BOARD MEETING (2.4); REVIEW 8-K ISSUES RE: GM AGREEMENT (1.2).
COCHRAN EL	09/18/07	1.20	REVIEW 8-K ISSUES (1.2).
COCHRAN EL	09/19/07	1.10	REVIEW 8-K ISSUES (1.1).
COCHRAN EL	09/27/07	2.50	REVIEW DISCLOSURE ISSUES RE: COURT HEARING (2.5).

16.30

MEISLER RE	09/10/07	0.80	REVIEW AND CONSIDER 8-K (0.5); TELECONFERENCE WITH M. LOEB RE: SAME (0.3).
MEISLER RE	09/19/07	0.50	REVIEW AND RESPOND TO CORRESPONDENCE RE: 8K (0.5).

1.30

Total Partner 40.40

GASAWAY M	09/05/07	3.20	BEGIN PREPARING FD 8K RE: PLAN AND DISCLOSURE STATEMENT (3.2).
GASAWAY M	09/06/07	9.20	COORDINATE WITH DELPHI RE: FD 8K FURNISHING PLAN AND DISCLOSURE STATEMENT (9.2).
GASAWAY M	09/07/07	1.00	FOLLOW UP ON 8K FILING MATTERS AND DISTRIBUTIONS (1.0).

13.40

Total Counsel 13.40

ARKUSS B	09/19/07	9.10	RESEARCH 8-K DISCLOSURE REQUIREMENTS; RESEARCHING UAW-GM NEGOTIATIONS; UPDATING STOCK SHARE TABLE (9.1).
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

9.10

GANITSKY DI	09/06/07	1.90	RESEARCH RE: POSSIBLE SEC FILINGS AND RELATED ANALYSIS (1.9).
GANITSKY DI	09/07/07	2.40	REVIEW CTR PRECEDENTS FOR POSSIBLE FILINGS AW WELL AS RELATED REVIEW OF GM DOCUMENTATION (2.4).
GANITSKY DI	09/10/07	1.20	REVIEW SUMMARY OF OTHER GM DOCUMENTS AND DISCUSSION RE: POSSIBLE CTRS IN CONNECTION THEREWITH (1.2).
GANITSKY DI	09/11/07	1.20	LEGAL RESEARCH RE: SEC RULES (1.2).
GANITSKY DI	09/13/07	0.30	REVIEW CORRESPONDENCE RE: QUIET PERIOD (0.3).
GANITSKY DI	09/17/07	1.20	REVIEW PREVIOUS SEC FILINGS BY COMPANY (0.7); MATTERS RE: POSSIBLE SEC FILINGS AND CTR REQUESTS (0.5).
GANITSKY DI	09/19/07	1.40	LEGAL RESEARCH RE: 8-K RULES AND RELATED CORRESPONDENCE (1.4).
GANITSKY DI	09/20/07	0.90	REVIEW PORTION OF 10-Q CIRCULATED BY A. KULOKOWSKI (0.9).
GANITSKY DI	09/25/07	4.00	MONITORING OF GM/UAW MATTERS AND DRAFTING OF LANGUAGE RE: SAME (3.6); MATTERS RE: 8-K (0.4).
GANITSKY DI	09/26/07	2.90	MATTERS RE: AIP AND HANDLING REQUEST OF A. KULOKOWSKI AND RELATED CORRESPONDENCE (0.8); MONITOR AND RESEARCH RE: GM/UAW SITUATION AND REVISIONS TO RIDERS RE: SAME (2.1).
GANITSKY DI	09/27/07	5.40	CALLS AND LEGAL RESEARCH RE: FEDERAL SECURITIES LAWS AND RELATED MATTERS INCLUDING CALLS WITH DELPHI TEAM (5.4).
GANITSKY DI	09/28/07	0.80	CALLS WITH A. KULOKOWSKI RE: DISCLOSURE MATTERS (0.4); REVIEW DISCLOSURE LANGUAGE (0.4).

23.60

GUZZARDO J	09/19/07	2.60	REVIEW OF BOARD DOCUMENTS TO UPDATE DISCOVERY FILES IN PREPARATION OF LITIGATION (2.6).
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2.60

HALPER A	09/14/07	3.60	REVIEW PUBLIC FILINGS MADE IN PRIOR TWO WEEKS, INCLUDING FORM 8-KS, GM SETTLEMENT, AND POR/DISCLOSURE LETTER (3.6).
HALPER A	09/21/07	2.30	REVIEW FORM 8-K FILING ISSUES, INCLUDING RESEARCH (1.8) AND RELATED CT ISSUES (0.5).
HALPER A	09/25/07	1.90	REVIEW ISSUES RELATED TO POSSIBLE FORM 8-K FILING (0.7); COORDINATE REVIEW AND DISCUSS ISSUES RELATED TO FORM 8-K FILING (1.2).

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HALPER A	09/26/07	3.50	REVIEW FORM 8-K FILING CONCERNS (1.5), REVIEW ISSUES RELATING TO GM STRIKE AND REVISE NUMEROUS RIDERS TO PUBLIC DOCUMENTS ACCORDINGLY (2.0).
HALPER A	09/27/07	5.50	RESEARCH VARIOUS FORM 8-K ISSUES INCLUDING PROPER LANGUAGE, COMPLIANCE WITH RULES AND OTHER ISSUES (5.5).
HALPER A	09/28/07	0.40	REVIEW PROPOSED 8-K LANGUAGE AND MAKE RELATED COORDINATIONS TO OBTAIN DOCUMENTS (0.4).

17.20

HARDIN AS	09/07/07	3.80	DRAFT AND REVISE TEXT FOR REGULATORY FILING RELATED TO GM SETTLEMENT DOCUMENTS (3.5); DRAFT EMAIL TO WORKING GROUP RE: SAME (0.3).
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3.80

Total Associate 56.30

DEMMA J	09/11/07	1.10	PREPARE 8-K REQUEST INFORMATION PACKAGE (1.1).
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DEMMA J	09/12/07	0.60	UPDATE 8-K INFORMATION PACKAGE (0.6).
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~~1.70~~

~~Total Legal Assistant 1.70~~

WORSHECK TM	09/19/07	1.20	UPDATE BOARD MINUTE FILES (1.2).
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~~1.20~~

~~Total Legal Assistant
Support 1.20~~

TOTAL TIME 113.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
General Corporate Advice

Bill Date: 10/31/07
Bill Number: 1182831

Disbursement	Date	Vendor/Employee/Dept.	Amount
CLR/Delaware Database	09/14/07	Office Admin, D	100.00
		TOTAL CLR/DELAWARE DATABASE	\$100.00
Air/Rail Travel - vendor feed	09/05/07	Cochran EL	1,074.00
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$1,074.00
In-house Reproduction	09/11/07	Copy Center, D	119.68
In-house Reproduction	09/14/07	Copy Center, D	1.50
In-house Reproduction	09/18/07	Copy Center, D	4.11
In-house Reproduction	09/25/07	Copy Center, D	0.21
In-house Reproduction	09/28/07	Copy Center, D	0.50
		TOTAL IN-HOUSE REPRODUCTION	\$126.00
Reproduction - color	09/12/07	Copy Center, D	96.00
		TOTAL REPRODUCTION - COLOR	\$96.00
Air/Rail Travel (external)	09/03/07	Butler, Jr. J	118.50
Air/Rail Travel (external)	09/09/07	Butler, Jr. J	118.50
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$237.00
Out-of-Town Travel	09/03/07	Butler, Jr. J	31.99
Out-of-Town Travel	09/03/07	Butler, Jr. J	51.39
Out-of-Town Travel	09/03/07	Butler, Jr. J	18.25
Out-of-Town Travel	09/03/07	Butler, Jr. J	219.44
Out-of-Town Travel	09/09/07	Butler, Jr. J	9.50
Out-of-Town Travel	09/09/07	Butler, Jr. J	107.97
Out-of-Town Travel	09/09/07	Butler, Jr. J	42.46
		TOTAL OUT-OF-TOWN TRAVEL	\$481.00
Messengers/ Courier	09/07/07	Dist Serv/Mail/Page, D	15.99
Messengers/ Courier	09/07/07	Dist Serv/Mail/Page, D	15.99
Messengers/ Courier	09/18/07	Dist Serv/Mail/Page, D	38.02

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Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL MESSENGERS/ COURIER	\$70.00
Out-of-Town Meals	09/03/07	Butler, Jr. J	15.60
Out-of-Town Meals	09/03/07	Butler, Jr. J	11.50
Out-of-Town Meals	09/09/07	Butler, Jr. J	10.90
		TOTAL OUT-OF-TOWN MEALS	\$38.00
Outside Re- search/Internet Services	09/12/07	Skardel, Inc.	214.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$214.00
Print Images to Paper (from Electronic Media)	09/07/07	Copy Center, D	48.00
		TOTAL PRINT IMAGES TO PAPER (FROM ELECTRONIC MEDIA)	\$48.00
CLR/Disclosure	09/01/07	Global Securities	178.00
		TOTAL CLR/DISCLOSURE	\$178.00
		TOTAL MATTER	\$2,662.00